

MERLOTTI FRANK H JR
Form 5
December 14, 2006

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
MERLOTTI FRANK H JR

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
STEELCASE INC [NYSE: SCS]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
02/24/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
President, Design Group

STEELCASE INC., 901 44TH STREET, S.E.

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

GRAND RAPIDS, MI 49508

(City) (State) (Zip)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Amount Price			
Class A Common Stock	10/17/2005	^	P4	40.343 A \$ 13.72	6,190.343	I	By trust (1)
Class A Common Stock	01/17/2006	^	P4	33.725 (2) A \$ 16.52	6,224.068	I	By trust (1)
Class A Common Stock	^	^	^	^ ^ ^ ^	110	D	^

Class A Common Stock	Â	Â	Â	Â	Â	Â	9,800	I	By trust (3)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D S B O E I F I
					(A) (D)	Date Exercisable Expiration Date	Title Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MERLOTTI FRANK H JR STEELCASE INC. 901 44TH STREET, S.E. GRAND RAPIDS, MI 49508	Â	Â	Â President, Design Group	Â

Signatures

Liesl A. Maloney, by power of attorney
12/14/2006

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents shares held by a trust for the benefit of Mr. Merlotti of which his wife serves as trustee. These shares were previously held by a revocable trust for the benefit of Mr. Merlotti and his wife.
These shares of Class A Common Stock were purchased as a reinvestment of cash dividends. The purchase was matchable under Section 16(b) of the Securities Exchange Act of 1934 with Mr. Merlotti's sale of 300 shares of Class A Common Stock at a price of \$19.17 per share on May 8, 2006. Upon discovery of this inadvertant short-swing profit, Mr. Merlotti has paid the Company \$89.37, representing the full amount of the profit realized in connection with the short-swing transaction.
- (2)

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(3) Represents shares held by trusts for the benefit of Mr. Merlotti's family members, of which Mr. Merlotti serves as trustee.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.